

# Man Group USA Inc.

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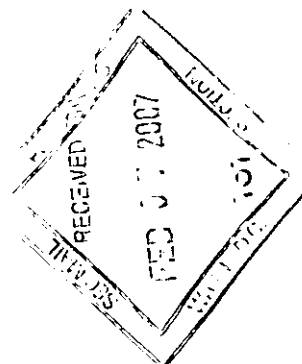


February 1, 2007

# SUPL

Securities and Exchange Commission  
450 Fifth Street  
Washington, DC 20549

Re: File No. 82-4214 - Man Group plc



Gentlemen:

On behalf of Man Group plc and in accordance with Rule 12g3-2(b) under the Securities Exchange Act of 1934, enclosed please find copies of public announcements made by Man Group plc. These announcements were also sent to the London Stock Exchange for its information. Please contact the undersigned at (212) 589-6270, if you have any questions relating to the enclosed material.

Kindly stamp the enclosed copy of this letter to acknowledge receipt and return it to me in the self-addressed envelope provided.

Sincerely yours,

Donna Balon  
Vice President

cc: Barry Wakefield (w/Encl.)

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## PROCESSED

FEB 12 2007

THOMSON  
FINANCIAL

Man Group plc – Voting Rights and Capital

In conformity with 5.6.1R of the Disclosure and Transparency Rules, Man Group plc announces that its issued listed share capital with voting rights at close of trading on 31 January 2007 comprises 1,882,878,667 Ordinary Shares of 3 US Cents each fully paid.

The above figure of 1,882,878,667 may be used by shareholders as the denomination for the calculations by which they will determine if they are required to notify their major interest in, or a change to their major interest in, Man Group plc under the FSA's Disclosure and Transparency Rules.

Contact name: Barry Wakefield

Contact telephone number: 0207 144 1735

## TR-1(i): NOTIFICATION OF MAJOR INTERESTS IN SHARES

**1. Identity of the issuer or the underlying issuer of existing shares to which voting rights are attached (ii):**

Man Group plc

**2. Reason for the notification (please state Yes/No): ( )**

An acquisition or disposal of voting rights: ( Yes )

An acquisition or disposal of financial instruments which may result in the acquisition of shares already issued to which voting rights are attached: ( )

An event changing the breakdown of voting rights: ( )

Other (please specify) : ( )

**3. Full name of person(s) subject to the notification obligation (iii):**

Baillie Gifford & Co

**4. Full name of shareholder(s) (if different from 3.) (iv):**

.....

**5. Date of the transaction (and date on which the threshold is crossed or reached if different) (v):**

30 January 2007

**6. Date on which issuer notified:**

31 January 2007

**7. Threshold(s) that is/are crossed or reached:**

.....

**8. Notified details:**

.....

### A: Voting rights attached to shares

**Class/type of shares if possible using the ISIN CODE**

**Situation previous to the Triggering transaction (vi)**

**Number of shares**

**Number of voting Rights (viii)**

Ordinary Share  
GB00B16BRD58

95,942,538

5.10%

**Resulting situation after the triggering transaction (vii)**

Class/type of shares if possible using the ISIN CODE	Number of shares	Number of voting rights (ix)		% of voting rights	
	Direct	Direct (x)	Indirect (xi)	Direct	Indirect
Ordinary Share GB00B16BRD58			93,687,538		4.98

**B: Financial Instruments****Resulting situation after the triggering transaction (xii)**

Type of financial instrument	Expiration Date (xiii)	Exercise/Conversion Period/ Date (xiv)	Number of voting rights that may be acquired if the instrument is exercised/ converted.	% of voting rights
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N/A

**Total (A+B)**

Number of voting rights    % of voting rights

93,687,538

4.98

**9. Chain of controlled undertakings through which the voting rights and/or the financial instruments are effectively held, if applicable (xv):**

In the narrative below, the figures in [ ] indicate the amount of voting rights and the percentage held by each controlled undertaking where relevant.

Baillie Gifford & Co, a discretionary investment manager, is the parent undertaking of an investment management group.

Its wholly-owned direct subsidiary undertaking Baillie Gifford Overseas Limited [2494163; 0.19%] is also a discretionary investment manager.

Its wholly-owned direct subsidiary undertaking Baillie Gifford Life Limited [20186047; 1.19%] is a life assurance company which procures discretionary investment management services from Baillie Gifford & Co in respect of its own account shareholdings.

Its wholly-owned indirect (via Baillie Gifford Life Limited) subsidiary undertaking Baillie Gifford & Co Limited [3344376; 0.29%] is an OEIC Authorised Corporate Director and Unit Trust Manager which has delegated its discretionary investment management role to Baillie Gifford & Co.

**Proxy Voting:****10. Name of the proxy holder:**

N/A

**11. Number of voting rights proxy holder will cease to hold:**

.....

**12. Date on which proxy holder will cease to hold voting rights:**

.....

**13. Additional information:**

.....

**14. Contact name:**

Barry Wakefield

**15. Contact telephone number:**

0207 144 1735

*END*